

NASSAU COUNTY INTERIM FINANCE AUTHORITY
MINUTES OF THE MEETING OF THE DIRECTORS
HELD ON December 30, 2013

Pursuant to notice dated December 26, 2013, a meeting of the Nassau County Interim Finance Authority (“NIFA”) was convened at 5:30 PM at the Marriott Long Island Hotel & Conference Center located at 101 James Doolittle Blvd, Uniondale, NY 11553.

The following Directors of the Authority were present:

Jon Kaiman, Chairman
John Buran
George Marlin
Lester Petracca
Dermond Thomas
Christopher Wright

Also present from the Authority were Evan Cohen, Executive Director; Jeremy Wise, General Counsel; Maria Kwiatkowski, Deputy Director; Laurie Boucher, Corporate Secretary and Carl Dreyer, Treasurer.

Upon determining that a quorum was present, the Chairman called the meeting to order.

The Chairman stated that the first item on the agenda was a resolution to approve the minutes of the November 25, 2013 Directors’ meeting.

Upon motion duly made and seconded, the following resolution was approved

unanimously:

Resolution No. 13-467

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE NOVEMBER 25, 2013 MEETING OF THE DIRECTORS OF THE NASSAU COUNTY INTERIM FINANCE AUTHORITY

RESOLVED, that the Minutes of the meeting of the Authority held on November 25, 2013 are hereby approved and all actions taken by the Directors present at such meeting, as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Authority.

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General Counsel Wise stated that the next item on the agenda was a resolution to authorize the Nassau Health Care Corporation (“NHCC”) to issue cash flow notes. He stated that this is a borrowing that the NHCC does each year. He stated that the security for these notes is from reimbursables that NHCC will receive from Medicaid through Intergovernmental Transfer and Indigent Care Adjustments. The money will go directly towards repaying the notes.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-468

APPROVAL OF ISSUANCE OF REVENUE ANTICIPATION NOTES BY THE NASSAU HEALTH CARE CORPORATON

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(e) of the Authority Act, the Authority has reviewed the terms of the Nassau Health Care Corporation’s proposed issuance of Revenue Anticipation Notes and hereby approves said borrowing on the

condition that total proceeds, consisting of par and original issue premium, cannot exceed \$42 million, and be it further

RESOLVED, that the final terms of the sale are subject to the review and approval of the Chairman of the Authority or his designee(s); and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of a contract between Nassau County and Motorola Solutions Incorporated. He stated that the contract will cost approximately \$11 million. He stated that the County informed NIFA that if the contract was executed before December 31, 2013 the County would save \$3.5 million, which was the primary reason for the urgency of this meeting.

Chairman Kaiman stated that NIFA will not guarantee that it will approve all of the borrowing for this contract. He also requested that the County produce the documentation to NIFA showing the savings to the County if the contract is signed by December 31, 2013. Director Wright stated that the County needs to prioritize this contract to the top of this list for the next capital borrowing request it sends to NIFA for approval.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-469

APPROVAL OF COUNTY CONTRACT FOR MOTOROLA SOLUTIONS, INC.

RESOLVED, that the materials presented to this meeting of the Directors (the “Materials”) are ordered to be filed with the records of the Nassau County Interim Finance Authority (the “Authority”); and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves the County’s Contract for Motorola Solutions, Inc., which is projected to cost \$11,109,455.12; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

* * *

General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of contracts between the County Attorney’s office and outside vendors. He stated that since the County Attorney’s office has a history of submitting contracts late and/or commencing work on contracts prior to NIFA approval, the NIFA Directors had stated that they would like to review them.

Director Wright requested that the County submit a list to General Counsel Wise of all their outstanding legal services contracts so that NIFA can be reassured that it is seeing all of the contracts.

Mr. Wise stated that the Directors will first vote on the following four contracts between the County and Sunshine & Feinstel; Bee Ready, Fishbein, Hatter & Donovan; Meyer, Suozzi, English & Klein; and North Shore Court Reporters.

Upon motion duly made and seconded, the following resolution was approved unanimously:

Resolution No. 13-470

REVIEW OF CONTRACTS FROM THE COUNTY ATTORNEY'S OFFICE

RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that the County struggles to regain fiscal balance, and it is operating under a financial plan that contemplates, among other measures, transitional borrowing for operating expenses and a continuing wage freeze on the compensation of County employees; and be it further

RESOLVED, that County must continue to deliver essential services to County residents; and be it further

RESOLVED, that in these circumstances, NIFA must scrutinize contracts for expenditures that are not consistent with the County's current financial condition and the priorities, necessities, judgments and fiscal realities embodied in the County's adopted financial plan; and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves contracts numbered CLAT13000028, CLAT13000027, CLAT13000029 and CLPD13000021 in the Materials; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

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General Counsel Wise stated that the next item on the agenda was a resolution to consider the approval of contracts between the County Attorney's office and Berkman, Henoch, Peterson, Paddy & Fenchel, PC.

Upon motion duly made and seconded, the following resolution was approved with

Director Petracca recusing himself:

Resolution No. 13-471

REVIEW OF CONTRACTS FROM THE COUNTY ATTORNEY'S OFFICE

RESOLVED, that the materials presented to this meeting of the Directors (the "Materials") are ordered to be filed with the records of the Nassau County Interim Finance Authority (the "Authority"); and be it further

RESOLVED, that the County struggles to regain fiscal balance, and it is operating under a financial plan that contemplates, among other measures, transitional borrowing for operating expenses and a continuing wage freeze on the compensation of County employees; and be it further

RESOLVED, that County must continue to deliver essential services to County residents; and be it further

RESOLVED, that in these circumstances, NIFA must scrutinize contracts for expenditures that are not consistent with the County's current financial condition and the priorities, necessities, judgments and fiscal realities embodied in the County's adopted financial plan; and be it further

RESOLVED, that based upon the discussion in the Materials and pursuant to Section 3669 2(d) of the Authority Act, the Authority hereby approves contracts numbered CLAT13000025 and CLAT13000024, in the Materials; and be it further

RESOLVED, that staff may take all actions and do all things that they deem necessary to carry out the intent of this resolution.

* * *

The Chairman then entertained a motion to adjourn. Upon motion duly made and seconded, the Directors voted unanimously to adjourn the meeting at 5:55 PM.

Respectfully submitted,

Laurie A. Boucher
Corporate Secretary